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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:

Chapter 11

PURDUE PHARMA, L.P., *et al.*,

Case No. 19-23649 (RDD)

Debtors.<sup>1</sup>

(Jointly Administered)

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**RESERVATION OF RIGHTS OF HER MAJESTY THE QUEEN IN RIGHT OF  
THE PROVINCE OF BRITISH COLUMBIA AND OTHER CANADIAN  
GOVERNMENTS<sup>2</sup> WITH RESPECT TO CONFIRMATION OF THE SIXTH  
AMENDED JOINT CHAPTER 11 PLAN OF REORGANIZATION OF PURDUE  
PHARMA L.P. AND ITS AFFILIATED DEBTORS**

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P.) (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products, L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

<sup>2</sup> The Canadian Governments are, in addition to Her Majesty the Queen in Right of the Province of British Columbia, Her Majesty the Queen in Right of the Province of Alberta, the Government of Saskatchewan, Her Majesty the Queen in Right of the Province of Manitoba, Her Majesty the Queen in Right of the Province of Ontario, the Attorney General of Quebec, Her Majesty the Queen in Right of the Province of New Brunswick, Her Majesty the Queen in Right of the Province of Nova Scotia, Her Majesty the Queen in Right of the Province of Newfoundland & Labrador and the Government of Prince Edward Island.

Her Majesty the Queen in Right of the Province of British Columbia (“**HMQBC**”) and the governments of the Provinces of Alberta, Saskatchewan, Manitoba, Ontario, Nova Scotia, New Brunswick, Newfoundland and Labrador, Quebec and Prince Edward Island (together with HMQBC, the “**Canadian Governments**”), by their attorneys, Phillips Lytle LLP, file this reservation of rights (“**Reservation of Rights**”)<sup>3</sup> with respect to confirmation of the Sixth Amended Joint Chapter 11 Plan of Reorganization of Purdue Pharma L.P. And Its Affiliated Debtors, dated July 14, 2021 (Docket No. 3185) (together with all schedules and exhibits thereto, and as may be modified, amended, or supplemented from time to time, the “**Plan**”).<sup>4</sup> In support thereof, the Canadian Governments respectfully state:

1. On July 28, 2021, the Debtors filed a notice of hearing (Docket No. 3332) seeking this Court’s approval of the *Stipulation and Agreed Order By and Among the Debtors and the Canadian Governmental Claimants Pursuant to Section 105 of the Bankruptcy Code and Bankruptcy Rules 3006 and 9019* dated as of July 27, 2021 (the “**Stipulation**”), which was the result of extensive, arms’-length negotiations between the Debtors, the Shareholders, Purdue Canada and the Canadian Governments, including resolving

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<sup>3</sup> By emails dated July 13, 2021, July 21, 2021, July 23, 2021 and July 26, 2021, the Debtors, through their counsel, extended the deadline for the Canadian Governments to object to confirmation of the Plan to July 28, 2021 at 4:00 p.m. (Eastern Time).

<sup>4</sup> Unless otherwise defined in this Reservation of Rights, capitalized terms shall have the meaning given to such terms in the Plan.

issues with respect to claims filed by the Canadian Governments in these cases totaling over \$67 billion.<sup>5</sup>

2. The Stipulation resolves the various objections of the Canadian Governments to confirmation of the Plan as currently proposed, including, without limitation, that: (i) the Plan is unconfirmable pursuant to section 1129(a) of the Bankruptcy Code because the Court does not have jurisdiction to approve all of the proposed releases and injunctions in favor of third parties under the Plan; (ii) the Plan is unconfirmable under section 1129(a) of the Bankruptcy Code because the third party releases and injunctions set forth in the Plan are not proper under the circumstances when applying the standards for approving such releases and injunctions as set forth by Second Circuit precedent in *In re Metromedia Fiber Network, Inc.*, 416 F.3d 136 (2d Cir. 2005) and its progeny; (iii) the Plan is unconfirmable pursuant to section 1129(b) of the Bankruptcy Code because it unfairly discriminates against the Canadian Governments; and (iv) the Plan is unconfirmable because it constitutes a procedurally improper and substantively inadequate objection to the claims of the Canadian Governments (collectively, the “**General Objections**”).

3. In the event that the Stipulation is ultimately not approved by the Court prior to or in connection with the hearing on confirmation of the Plan,<sup>6</sup> the Canadian Governments expressly reserve all rights with respect to confirmation of the Plan,

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<sup>5</sup> Claim Nos. 144370, 144375, 144376, 144377, 144379, 144380, 144386, 144392, 144398 and 144412.

<sup>6</sup> The Debtors also filed an ex parte motion (Docket No. 3333) seeking to shorten notice with respect to a hearing to approve the Stipulation, along with a proposed order requesting a hearing on August 9, 2021 at 10:00 a.m. (Eastern Time).

including, without limitation, to raise any and all objections to confirmation of the Plan,  
including, but not limited to, the General Objections.

Dated: New York, New York  
July 28, 2021

PHILLIPS LYTLE LLP

By: /s/ Nickolas Karavolas

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